



Open Joint Stock Company  
MAGNITOGORSK IRON & STEEL WORKS  
OJSC MMK

## EXTRACT FROM MINUTES

July 13, 2007

№7

City of Magnitogorsk

of the meeting of the Board of Directors of OJSC  
MMK

The following agenda shall be approved for the Meeting of the Board of Directors of OJSC MMK:

### A G E N D A :

#### 4 "Convening an Extraordinary General Shareholders' Meeting of OJSC MMK"

The following decision was taken regarding the fourth item of the Meeting's agenda:

1 Based on Articles 50, 51, 54, 55, and 65 of the Federal Law "On Joint Stock Companies" ("Federal Law") and p. 4.19 of the Regulations on Additional Requirements for the Procedure of Preparing, Convening and Conducting General Shareholders' Meetings approved by Resolution of the RF Federal Securities Committee dated 31.05.2002 (# 17/ps), to convene an Extraordinary General Shareholders' Meeting of OJSC MMK and determine:

- the form of the meeting: absentee voting;
- the deadline for receipt of completed voting ballots: August 30, 2007;
- the postal address to which completed ballots are to be sent: Magnitogorsk branch of the CJSC STATUS Registration Company, Ul.Zaveniaguina 9, Magnitogorsk, 455049;
- the date of making the list of persons entitled to participation in a general shareholders' meeting: June 16, 2007;

2. Based on subparagraphs 2, 10.1, 16 of p.1 of Art. 48, p.3 of Art.49, Art.54, subparagraphs 2, 3 of p.1 of Art.65 of the Federal Law, to approve the following agenda of the Extraordinary General Shareholders' Meeting of OJSC MMK:

- 2.1. Payment of dividends on the Company's placed shares for the first six months of the 2007 financial year;
- 2.2. Reorganization of OJSC MMK by a merger of ZAO MMK-KAPITAL into OJSC MMK;
- 2.3. Approval of a major transaction.

3. Based on Art.52, 54 of the Federal Law, pp.3.2, 3.4, 3.5 of the Regulations on Additional Requirements for the Procedure of Preparing, Convening and Conducting General Shareholders' Meetings approved by Resolution of the RF Federal Securities Committee dated 31.05.2002 (# 17/ps), p.5.3 of the Regulations on the OJSC MMK General Shareholders' Meetings, to determine the following list of information (materials) to be provided to persons entitled to participation in the Extraordinary General Shareholders' Meeting of OJSC:

- extract from the minutes of meeting of the OJSC MMK Board of Directors regarding the item "Convening an Extraordinary General Shareholders' Meeting of OJSC MMK";
- draft agreement on the merger of ZAO MMK-KAPITAL into OJSC MMK (rationale for the conditions and procedure of OJSC MMK's reorganization);
- annual reports and annual accounting statements of OJSC MMK for 2004, 2005 and 2006;
- annual reports and accounting statements of ZAO MMK-KAPITAL;
- accounting statements of OJSC MMK for the first half of the 2007 financial year (balance sheet, income statement);
- extract from the minutes of meeting of the OJSC MMK Board of Directors regarding the item "Recommendations to the OJSC MMK Extraordinary General Shareholders' Meeting Concerning the Amount of Dividend on Shares for Six Months of the 2007 Financial Year and Procedure of its Payment";
- draft resolutions of the OJSC MMK Extraordinary General Shareholders' Meeting on the agenda items;
- copy of an independent appraiser's report on the fair market value of OJSC MMK's shares in respect of which a shareholder may demand that OJSC MMK repurchase such shares;
- calculation of the value of OJSC MMK's net assets based on accounting data for the latest accounting period;
- extract from the minutes of meeting of the OJSC MMK Board of Directors regarding the item "Determination of the Price for Repurchase of OJSC MMK's Shares upon Request of OJSC MMK Shareholders";
- extract from the minutes of meeting of the OJSC MMK Board of Directors regarding the item "Determination of the Price for the Property to be Purchased by OJSC MMK under a Major Transaction.

Persons entitled to participation in the OJSC MMK's Extraordinary General Shareholders' Meeting may review the above information after July 30, 2007, at the following addresses: Magnitogorsk branch of the CJSC STATUS Registration Company, Ul.Zaveniaguina 9, Magnitogorsk, 455049; OJSC MMK's Shareholder Relations Department/Project, Ul.Kirova 70, week days: 09.30 – 17.30, lunch break: 12.00 – 13.00 (local time).

4 Based on Articles 52, 54, and 76 of the Federal Law, p.10.7 of the OJSC MMK Charter and p.5.1 of the Regulations on the OJSC MMK General Shareholders' Meeting, to approve the form and the text of the notification of the OJSC MMK's Extraordinary General Shareholders' Meeting (Annex). The OJSC MMK's Corporate Secretary shall be instructed to send such notifications to each person mentioned in the list of persons entitled to participation in the Extraordinary General Shareholders' Meeting, by registered mail by July 30, 2007, and to publish an announcement of the such a meeting in the dailies "Magnitogorsky Rabochy" and "Magnitogorsky Metall".

Victor F.RASHNIKOV, Chairman of the Board of Directors of OJSC MMK